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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

SOUTH AMERICA GROUP, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION OF
SOUTH AMERICA GROUP, INC.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is SOUTH AMERICA GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2699 Collins Avenue, Ste 143
Miami Beach, FL 33140

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares of \$1.00 per value common stock

ARTICLE IV INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The names and addresses of the initial board of directors are:

NAME	ADDRESS
Jose R. Yamamoto President	2699 Collins Avenue, Ste 143 Miami Beach, FL 33140
Juan Yamamoto Vice President	2699 Collins Avenue, Ste 143 Miami Beach, FL 33140
Victor M. Benderu Secretary	2699 Collins Avenue, Ste 143 Miami Beach, FL 33140
Guillermina Yamamoto Treasurer	2699 Collins Avenue, Ste 143 Miami Beach, FL 33140

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the initial registered agent is:

Juan Yamamoto
2699 Collins Avenue, Ste 143
Miami Beach, FL 33140

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Juan Yamamoto
2699 Collins Avenue, Ste 143
Miami Beach, FL 33140



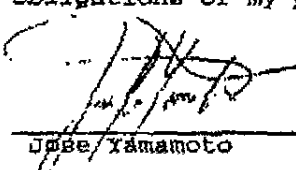
Jose Yamamoto

April 22nd 2004

Date

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Jose Yamamoto

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